

RECORDATION NO. 27980-A FILED

JUN 18 '09 -8 : 0 AM

SURFACE TRANSPORTATION BOARD

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OF COUNSEL
URBAN A. LESTER

June 18, 2009

Anne K. Quinlan, Esquire
Acting Secretary
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423-0001

Re: ICX No. 1395-021

Dear Ms. Quinlan:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Lease Assignment (ICX No. 1395-021), dated as of June 17, 2009, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease (ICX No. 1395-021) being filed with the Board under Recordation Number 27980.

The names and addresses of the parties to the enclosed document are:

Assignor: ICX Corporation
71 S. Wacker Drive, 28th Floor
Chicago, IL 60606

Assignee: Siemens Financial Services, Inc
170 Wood Avenue South
Iselin, NJ 08830

Anne K. Quinlan, Esquire
June 18, 2009
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A description of the railroad equipment covered by the enclosed document
is:

2 Nordco BAAM Auto Anchor Machines S/Ns 690026-05 and 690027-05.

A short summary of the document to appear in the index is:

Memorandum of Lease Assignment (ICX No. 1395-021).

Also enclosed is a check in the amount of \$41.00 payable to the order of
the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the
undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read "Alvord", with a long horizontal flourish extending to the right.

Robert W. Alvord

RWA/sem
Enclosures

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SURFACE TRANSPORTATION BOARD

MEMORANDUM OF LEASE ASSIGNMENT

(ICX - No. 1395)

This Memorandum of Lease Assignment, dated as of June 17, 2009, is made by ICX Corporation ("Assignor") and Siemens Financial Services, Inc. ("Assignee").

Pursuant to that certain Master Lease Agreement No. 1395, dated as of April 20, 2004 (as amended, supplemented or otherwise modified from time to time, the "Master Lease"), between Assignor and BNSF Railway Company, a Delaware corporation ("Lessee"), Assignor and Lessee have entered into that certain Equipment Schedule No. 021 (as amended, supplemented or otherwise modified from time to time, the "Equipment Schedule"), which Equipment Schedule incorporates all of the terms and conditions of the Master Lease. The Equipment Schedule covers the property described on the attached Exhibit A (the "Equipment").

Assignor has assigned, transferred and conveyed to Assignee all of Assignor's right, title and interest, and all of Assignor's obligations, in, to and under the Equipment Schedule and in and to the Equipment.

IN WITNESS WHEREOF, the parties have executed this Memorandum of Lease Assignment as of the day and year first written above.

ICX CORPORATION, Assignor

By Michael O'Malley
Name Michael O'Malley
Title Senior Vice President

SIEMENS FINANCIAL SERVICES,
INC., Assignee

By Todd W. Tucker
Name TODD W. TUCKER
Title VICE PRESIDENT- OPERATIONS

State of Illinois)
) ss:
County of Cook)

BEFORE ME, a Notary Public in and for said County and State, personally appeared ICX Corporation, an Ohio corporation (the "Corporation"), by Michael O'Malley, its Senior Vice President, who acknowledged that he signed the foregoing Memorandum of Lease Assignment and that the same is his free act and deed, individually and as an officer of the Corporation, and the free act and deed of the Corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and official seal at Chicago, Illinois, this 21st day of May, 2009.



Sarah Sanchez

Notary Public

State of New Jersey)
) ss:
County of Middlesex)

BEFORE ME, a Notary Public in and for said County and State, personally appeared Siemens Financial Services, Inc., a DE corporation (the "Corporation"), by Todd W. Tucker, its V.P., who acknowledged that he signed the foregoing Memorandum of Lease Assignment and that the same is his free act and deed, individually and as an officer of the Corporation, and the free act and deed of the Corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and official seal at Tuckahoe, NT, this 16th day of June, 2009.

Melissa J. Brown
Notary Public

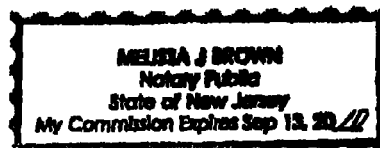


EXHIBIT A
to
MEMORANDUM OF LEASE ASSIGNMENT

1. **Equipment Schedule:** Equipment Schedule No. 021.
2. **Initial Term:** The Initial Term of Equipment Schedule No. 021 is 84 months commencing as of January 1, 2006.
3. **Equipment:** The Equipment covered by Equipment Schedule No. 021 consists of the following described property together with all additions, attachments, accessories and accessions thereto, whether or not furnished by the supplier of the Equipment, any and all substitutions, replacements or exchanges therefor and any and all proceeds (including insurance proceeds) of the foregoing:

<u>Qty</u>	<u>Mfg</u>	<u>Model</u>	<u>Description</u>	<u>Serial Number</u>	<u>BNSF #</u>
1	Nordco	BAAM	Auto Anchor Machine	690026-05	X0100465
1	Nordco	BAAM	Auto Anchor Machine	690027-05	X0100466

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: 6/18/09



Robert W. Alvord